

# **EXHIBIT 77**

## **REDACTED**

Page 1

UNITED STATES DISTRICT COURT  
EASTERN DISTRICT OF TEXAS  
SHERMAN DIVISION

- - -

THE STATE OF TEXAS, et al. : Civil Action No.  
Plaintiffs, : 4:20-cv-00957-SDJ  
vs. :  
GOOGLE LLC, :  
Defendants. :

- - -

MAY 21, 2024  
HIGHLY CONFIDENTIAL

- - -

Remote Videotape Deposition,  
taken via Zoom, of [REDACTED],  
commencing at 9:06 a.m., on the above  
date, before Amanda Maslynsky-Miller,  
Court Reporter and Certified Realtime  
Reporter.

- - -

Job No. MDLG6691770

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15  
16 ALSO PRESENT:

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17 Dan Lawlor, Trial, Technician

Cole Pritchett, Texas Attorney General

18  
- - -

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DEPOSITION SUPPORT INDEX

- - -

Direction to Witness Not to Answer

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| 365  | 15   |      |      |      |      |

Request for Production of Documents

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| None |      |      |      |      |      |

Stipulations

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Question Marked

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| None |      |      |      |      |      |

1 - - -  
2 (It is hereby stipulated and  
3 agreed by and among counsel that  
4 sealing, filing and certification  
5 are waived; and that all  
6 objections, except as to the form  
7 of the question, will be reserved  
8 until the time of trial.)

9 - - -  
10 VIDEO TECHNICIAN: Good  
11 morning. We are now on the  
12 record. My name is Bill Geigert.  
13 I'm the videographer for Golkow  
14 Litigation Services. Today's date  
15 is May 21st, 2024, and the time is  
16 9:06 a.m.

17 This remote video deposition  
18 is being held in the matter of the  
19 State of Texas, et al., versus  
20 Google, LLC. The deponent is

21 [REDACTED].

22 All parties to this  
23 deposition are appearing remotely  
24 and have agreed to the witness

1 being sworn in remotely.

2 Due to the nature of remote  
3 reporting, please pause briefly  
4 before speaking to ensure all  
5 parties are heard completely.

6 All counsel will be noted on  
7 the stenographic record. The  
8 court reporter is Amanda Miller  
9 and she will now swear in the  
10 witness.

11 - - -

12 [REDACTED] after  
13 having been duly sworn, was  
14 examined and testified as follows:

15 - - -

16 EXAMINATION

17 - - -

18 BY ATTORNEY CHANG:

19 Q. Good morning, [REDACTED].

20 A. Good morning.

21 Q. Will you please state your  
22 name for the record?

23 A. [REDACTED].

24 Q. Do you understand that

1 THE WITNESS: Could you  
2 reframe the question?

3 BY ATTORNEY CHANG:

4 Q. Sure.

5 Google didn't disclose all  
6 of the optimization features that it  
7 rolled out, correct?

8 A. You know, some of the  
9 features launched before I joined. But,  
10 in general, the optimization features  
11 that I worked on I talked about  
12 externally.

13 Q. You spoke about them to  
14 publishers?

15 A. Yes.

16 Q. So that would be RPO?

17 A. I talked about optimized  
18 pricing is what it was called externally.

19 But, yes, I talked about  
20 that with many publishers.

21 Q. You talked about DRS to  
22 publishers?

23 A. I talked about revenue  
24 share-based optimization, which, again,



1 external name.

2 Q. You talked about dynamic  
3 allocation, correct?

4 A. Yes. I talked about  
5 enhanced dynamic allocation with a number  
6 of publishers.

7 Q. You also talked about  
8 Bernanke, then, with publishers?

9 ATTORNEY BOSCO: Object to  
10 form.

11 THE WITNESS: No, I -- I  
12 can't remember ever talking about  
13 Bernanke with publishers.

14 BY ATTORNEY CHANG:

15 Q. Was there a reason why you  
16 didn't talk about Bernanke?

17 A. I'm not familiar with all  
18 the details of the feature. But I think  
19 at the high level, the feature was a  
20 Google Ads optimization. So it was not a  
21 Google Ad Manager optimization.

22 Q. But you knew that it was  
23 implemented?

24 A. I --

1 ATTORNEY BOSCO: Object to  
2 the form.

3 THE WITNESS: I had heard  
4 the term, but I didn't know -- or  
5 I don't know the details of  
6 exactly how it works.

7 BY ATTORNEY CHANG:

8 Q. So you said that Bernanke is  
9 a Google Ads optimization and it's not a  
10 Google Ad Manager optimization, right?

11 A. Yes. It is a buy-side  
12 optimization.

13 Q. And that's the reason why  
14 you didn't talk about Bernanke with  
15 publishers; is that right?

16 A. Yes. I worked on Google Ad  
17 Manager.

18 Q. But you knew what Bernanke  
19 was at the time, right?

20 ATTORNEY BOSCO: Objection.

21 THE WITNESS: I had heard  
22 the name.

23 BY ATTORNEY CHANG:

24 Q. You knew how it worked,

1 generally accurate.

2 BY ATTORNEY CHANG:

3 Q. And you were afraid that the  
4 publishers would do the leaking?

5 ATTORNEY BOSCO: Object to  
6 the form.

7 THE WITNESS: You know,  
8 again, I -- I don't remember  
9 specifically writing this  
10 sentence.

11 But trying to interpret it  
12 now, I believe that was my  
13 concern, that this information  
14 could become public and ultimately  
15 get back to buyers in a way that  
16 they could alter their bidding  
17 strategies and actually hurt  
18 publishers.

19 BY ATTORNEY CHANG:

20 Q. Is it fair to say that your  
21 concern -- strike that.

22 Is it fair to say that the  
23 Ads Quality team was trying to not  
24 publicize Ads Quality features to

1     advertisers?

2                   ATTORNEY BOSCO:   Object to  
3             the form.

4                   THE WITNESS:   No, I would  
5             not characterize it that way.

6     BY ATTORNEY CHANG:

7                   Q.     Certainly you weren't  
8     disclosing implementation details to  
9     advertisers, though, agreed?

10                  A.     Not all implementation, yes.

11                  Q.     Can you provide me with an  
12     example of an implementation detail that  
13     you did provide to advertisers?

14                  A.     You know, in general, our --  
15     our help center content is public, and so  
16     a high-level description of how the  
17     optimization features we've talked about  
18     work, like optimized pricing, like  
19     revenue share-based optimizations, that  
20     information is available publicly.

21                  Q.     That's a high-level  
22     description, right?

23                  A.     Yes, that is.

24                  Q.     Yeah.   You're not talking

1 about implementation details, right?

2 A. It's some of the  
3 implementation details, it's just not all  
4 of the implementation details.

5 ATTORNEY CHANG: Let's pull  
6 up GOOG-DOJ-14156657.

7 - - -

8 (Whereupon, Exhibit-448,  
9 GOOG-DOJ-14156657-6661,10/4/16  
10 E-mail, [REDACTED], was  
11 marked for identification.)

12 - - -

13 ATTORNEY BOSCO: Counsel,  
14 appreciating that you just  
15 introduced a new document, perhaps  
16 before you get into your questions  
17 on this document it might be a  
18 good time to take a break?

19 ATTORNEY CHANG: Yes. Sure.  
20 How deep are we right now? Can I  
21 get a time check?

22 VIDEO TECHNICIAN: Can I go  
23 off the record?

24 ATTORNEY CHANG: Yes. Thank

1 Q. So, for example, reserve  
2 price optimization, right, that would be  
3 something that an advertiser would need  
4 to know about?

5 ATTORNEY BOSCO: Objection.

6 THE WITNESS: Yes, the  
7 existence of -- we call it  
8 optimized pricing externally. The  
9 existence of that feature is a  
10 detail that buyers would want and  
11 should know.

12 BY ATTORNEY CHANG:

13 Q. Do you know when optimized  
14 pricing was disclosed to advertisers?

15 ATTORNEY BOSCO: Object to  
16 the form.

17 THE WITNESS: I don't know.

18 For context, optimized  
19 pricing launched before I joined  
20 the team, and I'm not sure of that  
21 exact timeline.

22 BY ATTORNEY CHANG:

23 Q. Advertisers wouldn't just  
24 need to know that it exists, they would

1 also need to know how optimized pricing  
2 works, right?

3 ATTORNEY BOSCO: Object to  
4 the form.

5 THE WITNESS: There are  
6 details they need to know. But  
7 every single detail of how it  
8 works, no, I don't necessarily  
9 think so.

10 BY ATTORNEY CHANG:

11 Q. You're not trying to speak  
12 for a million advertisers when you say  
13 they don't need to know every single  
14 detail of how it works, are you?

15 ATTORNEY BOSCO: Object to  
16 the form.

17 THE WITNESS: You know, I'm  
18 talking more about from my  
19 personal experience. You know,

20 we're designing these features

21 primarily for our sell-side

22 clients for the team that I'm on.

23 And, no, I don't think all of the

24 details of the features are

1 something that you'd want to  
2 disclose to advertisers, every  
3 detail of how it works.

4 BY ATTORNEY CHANG:

5 Q. I can understand why you  
6 wouldn't want to disclose the details to  
7 advertisers, given that it's raising  
8 prices for advertisers.

9 What I'm saying is, don't  
10 you think advertisers would want to know  
11 how it all works?

12 ATTORNEY BOSCO: Object to  
13 the form.

14 THE WITNESS: I think --  
15 just to clarify. I think you  
16 mischaracterized my previous  
17 statement.

18 Your question around what  
19 advertisers would want to know,  
20 I'm not an expert on that.

21 BY ATTORNEY CHANG:

22 Q. Let me re-ask my question so  
23 you can respond to that question, then.

24 When you say there are



1 details they need to know but every  
2 single detail of how it works, no, I  
3 don't necessarily think so; you're not  
4 speaking for all advertisers, are you?

5 A. You know, just to clarify.

6 In my comment, you know, I'm  
7 specifically saying that the way these  
8 features work is to raise reserve prices  
9 for publishers. This is a feature that  
10 we built for publishers.

11 And if advertisers have all  
12 of the details of how it works, you know,  
13 all of the features of the model, all the  
14 lines of code, they could game the system  
15 and it would hurt the clients I served on  
16 Google Ad Manager.

17 So advertisers may want to  
18 know those details. But in my capacity  
19 as representing the interests of  
20 publishers, all those details would not  
21 be, I think, proper to share.

22 Q. [REDACTED] I understand  
23 that you represent publishers in your  
24 capacity at Google Ad Manager.

1 getting notice about a DRS experiment?

2 A. Sorry. Your previous  
3 question was about publishers?

4 Q. I will re-ask my question.

5 I believe I asked about  
6 Google partners.

7 A. Oh, sorry.

8 Q. So I apologize. I will  
9 re-ask the question, and you let me know  
10 if that changes anything.

11 Are there Google -- let me  
12 ask it this way: Do any Google partners  
13 or publishers get special treatment when  
14 it comes to information about Google  
15 optimization features?

16 ATTORNEY BOSCO: Object to  
17 the form.

18 THE WITNESS: I wouldn't  
19 characterize it as special  
20 treatment. But we -- you know, we  
21 have meetings with many  
22 different -- many different  
23 clients, and the questions that  
24 may be asked could be different.

1                   So it is possible that, you  
2                   know, different questions are  
3                   asked and so there's different  
4                   information communicated in those  
5                   different forums. But not as a  
6                   principle do we withhold  
7                   information.

8           BY ATTORNEY CHANG:

9                   Q.       Explain to me what Project  
10           Bernanke is.

11                   ATTORNEY BOSCO:   Object to  
12                   the form.

13           BY ATTORNEY CHANG:

14                   Q.       Let me -- I'll rephrase the  
15           question.

16                   Do you know what Project  
17           Bernanke is?

18                   A.       At a high level, yes.

19                   Q.       Will you explain to me what  
20           Project Bernanke is?

21                   A.       So from what I know, I  
22           believe it is a bidding optimization for  
23           Google Ads. But the specific details of  
24           how it works I'm not familiar with.

1 Q. You know more than just it's  
2 a bidding optimization, right?

3 ATTORNEY BOSCO: Object to  
4 the form.

5 THE WITNESS: That -- that  
6 is the extent of my knowledge  
7 right now.

8 BY ATTORNEY CHANG:

9 Q. Do you recall ever talking  
10 about Project Bernanke?

11 A. I don't remember a specific  
12 incident. But that -- that's an internal  
13 code name. I do think it's come up in  
14 conversation.

15 Q. Do you remember ever being  
16 instructed not to talk about Bernanke?

17 A. I -- I don't remember being  
18 instructed not to talk about Bernanke.

19 Q. Was it an unspoken  
20 understanding?

21 ATTORNEY BOSCO: Object to  
22 the form.

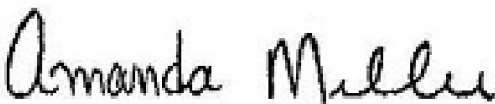
23 THE WITNESS: I don't -- I  
24 don't think so.

## CERTIFICATE

I, Amanda Maslynsky-Miller, Certified Realtime Reporter, do hereby certify that prior to the commencement of the examination, [REDACTED], was remotely sworn by me to testify to the truth, the whole truth and nothing but the truth.

I DO FURTHER CERTIFY that the foregoing is a verbatim transcript of the testimony as taken stenographically by me at the time, place and on the date hereinbefore set forth, to the best of my ability.

I DO FURTHER CERTIFY that I am neither a relative nor employee nor attorney nor counsel of any of the parties to this action, and that I am neither a relative nor employee of such attorney or counsel, and that I am not financially interested in the action.



Amanda Miller

Certified Realtime Reporter

Dated: May 22, 2024

(The foregoing certification of this transcript does not apply to any reproduction of the same by any means, unless under the direct control and/or supervision of the certifying reporter.)